



**GCEDC Governance & Nominating Committee Meeting**  
**Thursday, June 1, 2023**  
**Location – 99 MedTech Drive, Innovation Zone**  
**3:00 p.m.**

**MINUTES**

**ATTENDANCE**

Committee Members: P. Zeliff, M. Gray, C. Yunker, T. Bender

Staff: S. Hyde, L. Farrell, M. Masse, P. Kennett, L. Casey, C. Suozzi, J. Krencik

Guests: D. Cunningham (GGLDC Board Member), S. Noble-Moag (GGLDC Board Member), G. Torrey (GGLDC Board Member)

Absent:

**1. CALL TO ORDER / ENTER PUBLIC SESSION**

C. Yunker called the meeting to order at 3:01 p.m. in the Innovation Zone.

**1a. Enter Executive Session**

M. Gray made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 3:01 p.m. for the following reasons:

1. The medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation.

The motion was seconded by T. Bender and approved by all members present.

**1b. Enter Public Session**

P. Zeliff made a motion to enter back into public session at 3:04 p.m., seconded by M. Gray and approved by all members present.

**2. CHAIRMAN'S REPORT & ACTIVITIES**

**2a. Agenda Additions / Deletions / Other Business – Nothing at this time.**

**2b. Minutes: March 4, 2023**

**M. Gray made a motion to approve the May 4, 2023 meeting minutes as presented; the motion was seconded by P. Zeliff. Roll call resulted as follows:**

P. Zeliff -	Yes
M. Gray-	Yes
C. Yunker -	Yes
T. Bender -	Yes

The item was approved as presented.

**3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD**

**3a. Code of Ethics** – L. Farrell stated that the Committee reviews this policy annually. No changes are being recommended; therefore no vote is required. L. Farrell reminded the Committee that on page 2 of the Code of Ethics (page 7 of the meeting materials) there are Procedures for Disclosure. In the event that a Director has a conflict, he/she must verbally disclose the conflict at the meeting and state the reason for abstaining. The reason must be included in the meeting minutes and made part of the public record.

**3b. Procurement Policies & Procedures**- L. Farrell shared that this policy is required to be reviewed annually. There are no changes being recommended.

**P. Zeliff made a motion to recommend to the full Board the approval of the Procurement Policies & Procedures as presented; the motion was seconded by M. Gray. Roll call resulted as follows:**

P. Zeliff -	Yes
M. Gray-	Yes
C. Yunker -	Yes
T. Bender -	Yes

The item was approved as presented.

**3c. Investment Policy**- L. Farrell shared that this policy is required to be reviewed annually. There are no changes being recommended.

**T. Bender made a motion to recommend to the full Board the approval of the Investment Policy as presented; the motion was seconded by M. Gray. Roll call resulted as follows:**

P. Zeliff -	Yes
M. Gray-	Yes
C. Yunker -	Yes
T. Bender -	Yes

The item was approved as presented.

**3d. Disposition of Property Guidelines**- L. Farrell shared that this policy is required to be reviewed annually. There are no changes being recommended.

**M. Gray made a motion to recommend to the full Board the approval of the Disposition of Property Guidelines as presented; the motion was seconded by T. Bender. Roll call resulted as follows:**

P. Zeliff -	Yes
M. Gray-	Yes
C. Yunker -	Yes
T. Bender -	Yes

The item was approved as presented.

**3e. Governance & Nominating Committee Charter-** L. Farrell shared that this charter is required to be reviewed annually. No changes are being recommended; therefore no vote is required.

**3f. Committee Self-Evaluation-** The Committee evaluated its' responsibilities and ability to carry out those responsibilities during Executive Session. The Committee feels as if it is carrying out its' duties and is in line with the Committee Charter.

**3g. UTEP Review –** The GCEDC's current UTEP and project criteria checklist was included with the meeting materials for review and comment. The UTEP is a requirement under General Municipal Law.

**Fund Commitment:** None.

**Board Action Request:** None unless there are revisions.

No changes are being recommended; therefore no vote is required.

#### 4. **ADJOURNMENT**

As there was no further business, T. Bender made a motion to adjourn at 3:13 p.m., seconded by P. Zeliff, and passed unanimously.